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**UNITED STATES DISTRICT COURT**

**NORTHERN DISTRICT OF CALIFORNIA**

MLW MEDIA LLC,	)	CASE NO. 5:22-cv-00179-EJD
	)	
Plaintiff,	)	<b>DECLARATION OF SARAH Z. BAUER</b>
	)	<b>IN SUPPORT OF PLAINTIFF'S</b>
v.	)	<b>ADMINISTRATIVE MOTION TO SEAL</b>
	)	<b>PORTIONS OF THE FIRST AMENDED</b>
WORLD WRESTLING	)	<b>COMPLAINT</b>
ENTERTAINMENT, INC.,	)	
	)	
Defendant.	)	
	)	Action Filed: January 11, 2022
	)	First Amended Complaint: March 6, 2023
	)	
	)	
	)	

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DECLARATION OF SARAH Z. BAUER IN SUPPORT OF PLAINTIFF'S ADMINISTRATIVE  
MOT. TO SEAL PORTIONS OF THE FIRST AM. COMPLAINT

1 I, **SARAH Z. BAUER**, declare as follows:

2 1. I am General Counsel for plaintiff MLW Media LLC (“MLW”). I make this  
3 declaration based on personal knowledge, unless otherwise noted herein, and, if called upon to do  
4 so, I could and would testify competently thereto. I submit this declaration in support of MLW’s  
5 request to seal the redacted portions of paragraphs 8, 62, 93, 94, 97, 108, 138, and 140 of the First  
6 Amended Complaint (the “Motion”).

7 2. MLW entered into separate licensing agreements with third-parties in 2021, 2022,  
8 and 2023. Each of those licensing agreements contained a confidentiality clause, and the financial  
9 and other terms of each licensing agreement, and other non-public information about the parties to  
10 each agreement, were treated as confidential by the parties to each agreement. MLW has taken  
11 reasonable measures to keep this information confidential, including by restricting access to the  
12 terms of each agreement and by following the confidentiality clause in each agreement.

13 3. Public disclosure of the redacted portions of the First Amended Complaint would  
14 harm the business and competitive positions of MLW and third parties by revealing confidential  
15 and competitively sensitive financial and licensing terms, details of confidential licensing  
16 negotiations, and business models and strategies. Competitors could use this information to gain an  
17 unfair competitive advantage over MLW and third parties. MLW makes this request to protect its  
18 own confidential information and in recognition of each licensing agreements’ confidentiality  
19 provisions.

20 4. The proposed redacted materials are as follows:

21 a. Portions of paragraphs 8, 62, 93, 94, 108, 138, and 140 reflecting the terms of  
22 confidential licensing agreements.

23 b. Portions of paragraph 97 reflecting the details of confidential licensing  
24 negotiations.


25 5. Compelling reasons exist to seal these narrowly-tailored portions of the First  
26 Amended Complaint, which reflect confidential competitive information. *Bunsow De Mory LLP v.*

1 *N. Forty Consulting LLC*, 2020 WL 7872199, at \*1 (N.D. Cal. Sept. 21, 2020) (applying  
2 “compelling reasons” standard in granting motion to seal portions of complaint); *see also Ctr. for*  
3 *Auto Safety v. Chrysler Grp., LLC*, 809 F.3d 1092, 1097 (9th Cir. 2016) (noting compelling reasons  
4 for sealing a judicial record include when a court record discloses “business information that might  
5 harm a litigant's competitive standing”).

6           6. The information MLW seeks to seal includes information that the Court previously  
7 sealed in this case (ECF 14) on MLW’s prior request to seal portions of the original pleading (ECF  
8 4). The previously sealed information now appears in paragraphs 8, 93, 94, 97, 138, and 140 of the  
9 First Amended Complaint. The same compelling reasons apply to seal this information now that  
10 applied when the Court sealed this information from public disclosure in ECF 14.

1 I declare under penalty of perjury under the laws of the State of California and the United  
2 States of America that the foregoing is true and correct.

3 Executed on March 6, 2023 in Larchmont, New York.

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